

S T O L L | K E E N O N | & | P A R K | L L P

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December 16, 2003

RECEIVED

DEC 16 2003

PUBLIC SERVICE
COMMISSION

Via Hand Delivery

Mr. Thomas Dorman
Executive Director
Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

RE: Case No. 2002-00277

Dear Tom:

I deliver herewith the original and three copies of the Joint Petitioners' Notice of a dividend payment on December 15, 2003, pursuant to the Order of December 20, 2002, in Case No. 2002-00317.

I herewith certify that an electronic version of this Notice was filed with the Commission today electronically and all parties were notified by electronic mail of that filing.

Very truly yours,

STOLL, KEENON & PARK, LLP

By

Lindsey

Lindsey Ingram, Jr.

/s/

Encs.

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Mr. Thomas Dorman
December 16, 2003
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cc w/enc.: David E. Spenard, Esq.
Dennis Howard, Esq.
Office of the Attorney General
Utility and Rate Intervention Division
1024 Capital Center Drive, Suite 200
Frankfort, Kentucky 40601

David J. Barberie, Esq.
Lexington-Fayette Urban Co. Gov't.
200 East Main Street
Lexington, Kentucky 40507

Anthony G. Martin, Esq.
325 Henry Clay Blvd.
Lexington, Kentucky 40502

Foster Ockerman, Jr., Esq.
Martin, Ockerman & Brabant
200 N. Upper Street
Lexington, Kentucky 40507

Gerald E. Wuetcher, Esq.
Angela Curry, Esq.
Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

IN THE MATTER OF:

COMPLIANCE OF KENTUCKY-AMERICAN)	
WATER COMPANY, AMERICAN WATER WORKS)	
COMPANY, RWE AKTIENGESELLSCHAFT AND)	
THAMES WATER AQUA HOLDINGS GmbH WITH)	
THE PROVISIONS OF THE ORDERS)	CASE NO.
APPROVING THE TRANSFER OF CONTROL OF)	2002-00277
KENTUCKY-AMERICAN WATER COMPANY TO)	
RWE AKTIENGESELLSCHAFT AND THAMES)	
WATER AQUA HOLDINGS GMBH)	

NOTICE

Come Thames Water Aqua Holdings GmbH; RWE Aktiengesellschaft; American Water Works Company, Inc.; Thames Water Aqua U.S. Holdings, Inc.; and Kentucky-American Water Company pursuant to the Order of December 20, 2002, in Case No. 2002-00317, herewith notify the Commission of the payment of a dividend by American Water Works Company, Inc. of \$25,812,500 on December 15, 2003 on the 1,750 shares of preferred stock issued by it as noticed herein on May 22, 2003.

Respectfully submitted,

John N. Hughes, Esq.
124 West Todd Street
Frankfort, Kentucky 40601

and

Lindsey W. Ingram, Jr., Esq.
STOLL, KEENON & PARK, LLP
300 West Vine Street, Suite 2100
Lexington, Kentucky 40507
(859) 231-3000

BY: Lindsey Ingram, Jr.

Counsel for Thames Water Aqua Holding GmbH,
RWE AG, American Water Works Company, Inc.
Thames Water Aqua US Holdings, Inc.,
and Kentucky-American Water Company

CERTIFICATION

This is to certify that the electronic version of this pleading is a true and accurate copy of the pleading filed in paper medium; that the Petitioners have notified the Commission and the parties in Case No. 2002-00317 by electronic mail on December 16, 2003, that the electronic version of this pleading has been transmitted to the Commission, and that a copy has been served by mail upon:

Foster Ockerman, Jr., Esq.
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Dennis G. Howard, II, Esq.
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Assistant Attorneys General
1024 Capitol Center Drive, Suite 200
Frankfort, Kentucky 40601

and that the original and three copies have been filed with the Public Service Commission in paper medium on the 16th day of December, 2003.

BY: Lindsey Ingram, Jr.

Counsel for Thames Water Aqua Holding GmbH,
RWE AG, American Water Works Company, Inc.
Thames Water Aqua US Holdings, Inc.,
and Kentucky-American Water Company